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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

- - - - - X
In re: : Chapter 11
:
CIRCUIT CITY STORES, INC., : 1Case No. 08-35653 (KRH)
et al., :
:
Debtors. : Jointly Administered
- - - - - X

**ORDER UNDER BANKRUPTCY CODE SECTIONS 105(a),
327(a), 328 AND 1107 AND BANKRUPTCY RULE 2014(a)
AUTHORIZING THE EMPLOYMENT AND RETENTION OF
DJM REALTY SERVICES, LLC AS REAL ESTATE CONSULTANT AND
ADVISOR TO DEBTORS EFFECTIVE AS OF NOVEMBER 19, 2008**

Upon the application (the "Application")¹ of
the Debtors for an order, pursuant to Bankruptcy Code
sections 105(a), 327(a), 328 and 1107, authorizing them
to retain DJM Realty Services, LLC ("DJM") as real

¹ Capitalized terms not otherwise defined herein shall
have the meanings ascribed to such terms in the Application.

estate consultant and advisor, effective as of November 19, 2008; and the Court having reviewed the Application and the Graiser Affidavit; and due and adequate notice of the Application having been given; and it appearing that no other notice need be given; and it appearing that DJM neither holds nor represents any interest adverse to the Debtors' estates; and it appearing that DJM is "disinterested," as that term is defined in Bankruptcy Code section 101(14); and it appearing that the relief requested in the Application is in the best interests of the Debtors, their estates and their creditors; after due deliberation thereon and sufficient cause appearing therefore, it is hereby

ORDERED, ADJUDGED AND DECREED that:

1. The Application is GRANTED, as modified herein.
2. In accordance with Bankruptcy Code sections 327(a) and 328, the Debtors are authorized to employ and retain DJM effective as of November 19, 2008 as real estate consultant and advisor on the terms set forth in the Application and the Retention Agreement.

3. DJM shall be compensated in accordance with the procedures set forth in Bankruptcy Code sections 330 and 331 and such Bankruptcy and Local Rules as may then be applicable, from time to time, and such procedures as may be fixed by order of this Court; provided, however, that any and all fees that may earned by and become due or payable to DJM under sections 3(a), (b), (c), and (e) of the Retention Agreement during these chapter 11 cases are hereby approved under Bankruptcy Code section 328(a) and shall only be subject to review thereunder; provided, further, that the fees under sections 3(a), (b), (c), and (e) of the Retention Agreement shall be paid at the times set forth in the Retention Agreement and shall be included in applicable quarterly and any final fee applications.

4. To the extent a transaction constitutes an "M&A Transaction" for which Rothschild Inc. would be entitled to compensation, DJM shall not be entitled to a fee under section 3(b) of the Retention Agreement.

5. The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived.

6. This Court shall retain jurisdiction with respect to all matters arising or related to the implementation of this Order.

Dated: Richmond, Virginia
January __, 2009

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

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/s/ Douglas M. Foley
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SEEN AND NO OBJECTION:

/s/ Robert B. Van Arsdale (with permission per
electronic mail dated 1/8/09)
Robert B. Van Arsdale, Esq.
Office of the U.S. Trustee
701 E. Broad St., Suite 4304
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CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

I hereby certify that proposed order has been
endorsed by all necessary parties.

/s/ Douglas M. Foley